

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

BEAVER COUNTY EMPLOYEES' RETIREMENT FUND; ERIE COUNTY EMPLOYEES' RETIREMENT SYSTEM; and LUC DE WULF, Individually and on Behalf of All Others Similarly Situated,

Plaintiffs,

vs.

TILE SHOP HOLDINGS, INC.; ROBERT A. RUCKER; THE TILE SHOP, INC.; TIMOTHY C. CLAYTON; PETER J. JACULLO, III; JWTS, INC.; PETER H. KAMIN; TODD KRASNOW; ADAM L. SUTTIN; WILLIAM E. WATTS; ROBERT W. BAIRD & CO. INCORPORATED; CITIGROUP GLOBAL MARKETS, INC.; CJS SECURITIES, INC.; HOULIHAN LOKEY CAPITAL, INC.; PIPER JAFFRAY & CO.; SIDOTI & COMPANY, LLC; TELSEY ADVISORY GROUP, LLC; and WEDBUSH SECURITIES, INC..

Defendants.

Civil Action No. 14-cv-786-ADM-TNL

CLASS ACTION

**LEAD PLAINTIFFS' MOTION FOR
CLASS CERTIFICATION,
APPOINTMENT OF CLASS
REPRESENTATIVES
AND APPOINTMENT OF CLASS
COUNSEL**

**CLASS CERTIFICATION,
APPOINTMENT OF CLASS
REPRESENTATIVES
AND APPOINTMENT OF CLASS
COUNSEL**

Pursuant to Rule 23 of the Federal Rules of Civil Procedure, Lead Plaintiffs Beaver County Employees' Retirement Fund, Erie County Employees' Retirement System, and Luc Dewulf (together, "Lead Plaintiffs"), by their counsel, hereby move this Court for entry of an Order: (1) certifying this action as a class action pursuant to Federal Rules of Civil Procedure 23(a) and 23(b)(3); (2) appointing Lead Plaintiffs as Class Representatives; (3) appointing the law firms of Kessler Topaz Meltzer & Check, LLP and Robbins Geller Rudman & Dowd, LLP as Class Counsel pursuant to Federal Rule of Civil Procedure 23(g); and (4) granting such other and further relief as the Court deems just and proper. This Motion is based on the record in this case as well as Lead Plaintiffs' Memorandum of Law in Support of Their Motion for Class Certification, Appointment of Class Representatives and Appointment of Class Counsel, and the Declaration of Matthew L. Mustokoff and exhibits herewith.

DATE: December 1, 2015

Respectfully submitted,

KESSLER TOPAZ MELTZER
& CHECK, LLP

/s/ Matthew L. Mustokoff

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